

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

DISH NETWORK L.L.C.,

Plaintiff,

v.

ABC, INC., AMERICAN BROADCASTING
COMPANIES, INC., DISNEY
ENTERPRISES, INC., CBS CORPORATION,
and NBCUNIVERSAL MEDIA, L.L.C.,

Defendants.

12 Civ. 4155 (LTS) (KNF)

ABC, INC., AMERICAN BROADCASTING
COMPANIES, INC., and DISNEY
ENTERPRISES, INC.,

Counterclaimants,

v.

DISH NETWORK CORPORATION, and
DISH NETWORK, L.L.C.,

Counterclaim
Defendants.

**DECLARATION OF LISA T. SIMPSON IN OPPOSITION TO DEFENDANT
NBCUNIVERSAL MEDIA, L.L.C.'S MOTION TO TRANSFER**

Pursuant to 28 U.S.C. § 1746, **LISA T. SIMPSON** hereby declares:

1. I am a member of the bar of this Court and a partner at Orrick, Herrington & Sutcliffe LLP, attorneys for DISH Network L.L.C. ("DISH"). I submit this declaration in opposition to Defendant NBCUniversal Media, L.L.C.'s motion to transfer.
2. On May 24, 2012, DISH commenced this action against the Defendants, including NBC, bringing both copyright and contract declaratory judgment claims. A true and correct copy of DISH's initial complaint in this action is attached hereto as Exhibit 1. That same day,

NBC commenced an action against DISH in the Central District of California, asserting only copyright claims.

3. On May 29, 2012, DISH moved this Court for an anti-suit injunction against the Defendants, including NBC. Attached as Exhibit 2 is a true and correct copy of DISH's Memorandum of Law in Support of its Motion for an Anti-Suit Injunction (Doc #10). Among other things, by its motion, DISH sought to bar NBC from prosecuting its California action. DISH requested that all claims between DISH and the four major television networks be heard in one comprehensive action before this Court.

4. On June 8, 2012, NBC cross-moved to dismiss, stay or transfer DISH's action. Attached as Exhibit 3 is a true and correct copy of NBC's Notice of Motion to Dismiss, Stay or Transfer (Doc. #26). NBC's motion to transfer was made pursuant to 28 U.S.C. § 1404(a).

5. Attached as Exhibit 4 is a true and correct copy of NBC's Memorandum of Law in support of its Motion to Dismiss, Stay or Transfer (Doc #27). NBC asserted that, with respect to DISH's contract claim, the Court should decline to exercise its discretion and dismiss the claim because it served no useful purpose and would not afford the parties relief from uncertainty as there was no controversy between the parties to the contract. In the alternative, NBC argued that the claim should be transferred to California and be heard in the context of NBC's California action.

6. Attached as Exhibit 5 is a true and correct copy of DISH's Memorandum of Law in Opposition to Defendants' Cross Motions and in Further Support of its Motion for an Anti-Suit Injunction (Doc #51).

7. Attached as Exhibit 6 is a true and correct copy of the Second Declaration of David Shull filed in support of DISH's opposition to the Defendants' cross-motions (Doc. #52).

8. Attached as Exhibit 7 is a true and correct copy of NBC's Reply Memorandum of Law in further support of its motion to dismiss, stay or transfer (Doc. #69).

9. NBC's counsel submitted two pre-motion letters in advance of their June 8, 2012 Motion to Dismiss, Stay or Transfer. Attached as Exhibit 8 is a true and correct copy of NBC's pre-motion letter dated June 2, 2012. Attached as Exhibit 9 is a true and correct copy of NBC's pre-motion letter dated June 6, 2012.

10. The Court resolved the motions by opinion dated July 9, 2012 (Doc. #90). Attached as Exhibit 10 is a true and correct copy of the Court's July 9 Opinion.

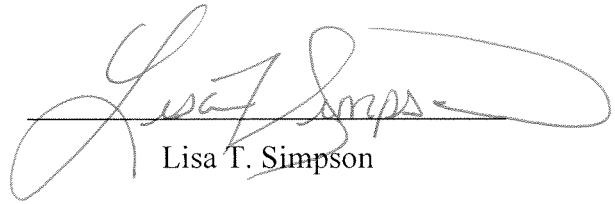
11. DISH first provided a proposed amended complaint to counsel for NBC in order to obtain NBC's consent to the amendment on July 27, 2012. Thereafter, NBC stipulated to allow DISH to file its amended pleading. Attached as Exhibit 11 is a true and correct copy of DISH's First Amended Complaint filed in this matter on August 14, 2012 (Doc #109).

12. During the course of discovery on this action, NBC served initial disclosures pursuant to FRCP 26(a) on DISH. A true and correct copy of NBC's initial disclosures is attached as Exhibit 12. NBC identified four witnesses in its initial disclosures: Ronald Lamprecht, Jennifer Pirot, Bridget Baker and Lee Crain. Attached as Exhibit 13 is the NBCUniversal Website Profile of Ronald Lamprecht. Attached as Exhibit 14 is the LinkedIn Profile of Jennifer Pirot. Attached as Exhibit 15 is the NBCUniversal Website Profile of Bridget Baker.

13. DISH is filing a motion to dismiss NBC's contract claims against it in the California action tomorrow, September 18, 2012.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 17, 2012

A handwritten signature in black ink, appearing to read "Lisa T. Simpson", is written over a horizontal line. The signature is stylized with large loops and a long horizontal stroke at the end.

Lisa T. Simpson